

**SUBMITTAL TO THE FLOOD CONTROL AND
WATER CONSERVATION DISTRICT BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

512B



FROM: General Manager-Chief Engineer

SUBMITTAL DATE:
May 20, 2014

SUBJECT: Anza Basin, Project No. 1-0-00150 Lease Amendment No. 2 to District Owned Real Property, CEQA Exempt Findings, District 1/District 1; [\$0]

RECOMMENDED MOTION: That the Board of Supervisors:

1. Find that the Project is exempt from the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines Section 15301;
2. Approve the attached Lease Amendment No. 2 between the District and SBA 2012 TC Assets LLC
3. Authorize the Chairman of the District to execute the Lease Amendment No. 2; and
4. Direct the Clerk of the Board to file the Notice of Exemption with the County Clerk upon approval of the Lease Amendment.

BACKGROUND:

Summary

(Continued on Page 2)

WARREN D. WILLIAMS
General Manager-Chief Engineer

GSW:rlp
P8/160620

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost:	POLICY/CONSENT (per Exec. Office)
COST	\$ 0	\$ 0	\$ 0	\$ 0	Consent <input type="checkbox"/> Policy <input type="checkbox"/>
NET DISTRICT COST	\$ 0	\$ 0	\$ 0	\$ 0	

SOURCE OF FUNDS:

Budget Adjustment: No

For Fiscal Year:

C.E.O. RECOMMENDATION:

APPROVE

BY:
Steven C. Horn

County Executive Office Signature

MINUTES OF THE FLOOD CONTROL AND WATER CONSERVATION DISTRICT

On motion of Supervisor Tavaglione, seconded by Supervisor Benoit and duly carried, IT WAS ORDERED that the above matter is approved as recommended.

Ayes: Jeffries, Tavaglione, Stone and Benoit
Nays: None
Absent: Ashley
Date: May 20, 2014
xc: Flood, Recorder

Kecia Harper-Ihem
Clerk of the Board
By:
Deputy

Prev. Agn. Ref.: 11.3 of 01/14/14 | District: 1st/1st | Agenda Number:

11-5

FORM APPROVED COUNTY COUNSEL
BY:
CYNTHIA M. GUNZEL

Departmental Concurrence

DATE

- A-30
- Positions Added
- 4/5 Vote
- Change Order

**SUBMITTAL TO THE FLOOD CONTROL AND WATER CONSERVATION DISTRICT
BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

FORM 11: Anza Basin, Project No. 1-0-00150 Lease Amendment No. 2 to District Owned Real Property, CEQA Exempt Findings, District 1/District 1 [\$0]

DATE: May 20, 2014

PAGE: Page 2 of 2

BACKGROUND:

Summary (continued)

On July 29, 2003, the Board approved the Lease ("Ground Lease") between Sprint PCS, LLC and the District for commercial mobile radio services and personal communication service equipment, and ground space for one (1) sixty-foot (60') high "monopine" for antenna(s) and space as may be reasonably required by Lessee, which are situated on District's parcel known as APN 191-260-014. On September 23, 2008, TowerCo Assets LLC became the assignee and successor in interest to Sprint PCS, LLC and on October 1, 2012, TowerCo Assets, LLC changed its name to SBA 2012 TC Assets LLC. The original lease was for a term of ten (10) years commencing upon completion of the improvements upon the property, which occurred on January 1, 2004. The subject amendment is to assign the Lease to SBA Steel, LLC, all other terms and conditions remain the same. Upon approval of the Lease Amendment No. 2, the parties intend to record the attached Memorandum of Lease in the Office of the County Recorder to provide constructive notice of the extended lease term.

Pursuant to CEQA, the Lease Amendment was reviewed and determined to be categorically exempt from CEQA under CEQA Guidelines Section 15301, Class 1 – Existing Facilities. The proposed project, the Lease Amendment, is the letting of property involving existing facilities and no expansion of an existing use will occur, in that only the term of the original Lease is extended and no change in the existing facilities is allowed without prior District approval.

The attached Lease Amendment No. 2 and Memorandum of Lease have been approved as to form by County Counsel.

Impact on Residents and Businesses

Continued communications via cell tower to the private citizens of Riverside County.

ATTACHMENTS (if needed, in this order):

1. Lease Amendment No. 2
2. Memorandum of Lease
3. Notice of Exemption

Notice of Exemption California State Clearinghouse Handbook **Form D**

To: Office of Planning and Research
P.O. Box 3044, 1400 Tenth Street, Room 222
Sacramento, CA 95812-3044

From: Riverside County Flood Control District
1995 Market Street
Riverside, CA 92501

County Clerk
County of Riverside
2724 Gateway Drive
Riverside, CA 92507

Original Negative Declaration/Notice of Determination was routed to County Clerks for posting on.

Project Title: Anza Basin Project 1-0-00150 Lease Amendment No. 2

5/22/14 KD
Date Initial

Project Location - Specific:

The proposed project is located in the city of Riverside, generally following west of the intersection of California Avenue and Jackson Street within the District's Anza Basin. The proposed project is located within Township 3 South, Range 5 West, Sections 6 and 7 of the Riverside West 7.5 Minute US Geological Survey (USGS) Topographic Quadrangle.

Project location - City: Riverside

Project Location - County: Riverside

Project Description:

On July 29, 2003, the Board approved the Lease ("Ground Lease") between Sprint PCS, LLC and the District for commercial mobile radio services and personal communication service equipment, and ground space for one (1) sixty-foot (60') high "monopine" for antenna(s) and space as may be reasonably required by Lessee, which are situated on District's parcel known as APN 191-260-014. The original lease was for a term of ten (10) years commencing upon completion of the improvements upon the property, which occurred on January 1, 2004. The subject amendment is for an additional ten (10) year term and will terminate on January 1, 2024, all other terms and conditions remain the same.

Name of Public Agency Approving Project: Riverside County Flood Control and Water Conservation District

Name of Person or Agency Carrying Out Project: SBA Steel LLC

Exempt Status: (check one)

- Ministerial (Sec. 21080(b)(1); 15268);
- Declared Emergency (Sec. 21080(b)(3); 15269(a));
- Emergency Project (Sec. 21080(b)(4); 15269(b)(c));
- Categorical Exemption. State type and section number: Section 15301
- Statutory Exemptions. State code number:

Reasons why project is exempt:

The proposed project meets the following statutory exemption criteria set forth in CEQA Guidelines:

CEQA Guidelines Section 15301 Class 1 Existing Facilities: The proposed project, the Lease Amendment, is the letting of property involving existing facilities and no expansion of an existing use will occur, in that only the term of the original Lease is extended and no change in the existing facilities is allowed without prior District approval.

Lead Agency: Riverside County Flood Control and Water Conservation District

Contact Person: Kris Flanigan Area Code/Telephone/Extension: 951.955.8581

If filed by applicant:

1. Attached environmental document and exemption findings.
2. Has a Notice of Exemption been filed by the public agency approving the project? Yes No

Signature: [Signature] Date: 5/1/14 Title: General Manager-Chief Engineer

Signed by Lead Agency

Date received for filing at OPR: N/A

Signed by Applicant

KMF:mcv

MAY 20 2014 11-5

LEASE AMENDMENT NUMBER TWO
SBA STEEL LLC, a Florida limited liability company
Don Lorenzi Sports Complex; 4230 Jackson Street, Riverside, California
A portion of APN 191-260-014 aka Anza Basin

May 20, 2014 THIS LEASE AMENDMENT NUMBER TWO ("Amendment No. 2") is made as of _____, by and between the RIVERSIDE COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT, hereinafter called DISTRICT, and SBA STEEL LLC, a Florida limited liability company, hereinafter called LESSEE, assignee and successor in interest to SPRINT PCS ASSETS, L.L.C.

RECITALS

- A. DISTRICT, as Lessor, and SPRINT PCS ASSETS, LLC ("SPRINT PCS"), predecessor in interest to TowerCo Assets LLC entered into that certain GROUND LEASE Agreement ("Original Ground Lease"), dated July 29, 2003, with respect to that certain real property ("Real Property"), referenced as a portion of Assessor Parcel Number 191-260-014, located in the County of Riverside, State of California.
- B. Sprint PCS, as assignor, SPRINT TELEPHONY PCS, LP, as assignor, PCS LEASING COMPANY, L.P., as assignor, and TOWER ENTITY 4, L.L.C., as assignee, entered into that certain Assignment and Assumption of Ground Lease ("Assignment"), dated September 23, 2008, regarding the Real Property subject to that certain Original Ground Lease referenced herein, whereby the Original Ground Lease was assigned to TOWER ENTITY 4, L.L.C. who became the successor in interest.
- C. Within the Assignment referenced above, SPRINT PCS, SPRINT TELEPHONY PCS, LP, PCS LEASING COMPANY, L.P., and TOWER ENTITY 4, L.L.C. have been declared as Affiliated entities.
- D. On or around September 23, 2008, TOWER ENTITY 4, L.L.C. and TOWERCO ASSETS, L.L.C. pursuant to that certain Agreement and Plan of Merger to become one legal entity and the TOWERCO ASSETS L.L.C. was declared the name of the surviving limited liability company.
- E. On or around October 1, 2012, TOWER CO ASSETS LLC changed its name to SBA 2012 TC ASSETS LLC, a Delaware limited liability company.
- F. SBA 2012 TC ASSETS LLC, a Delaware limited liability company, as Assignor and SBA STEEL LLC, a Florida limited liability company, as Assignee ("Ultimate Assignment"), entered into that certain unrecorded Master Assignment and Assumption Agreement dated April 18th, 2013, regarding the Real Property subject to that certain Original Ground Lease referenced herein, whereby the Original Ground Lease was assigned to SBA STEEL LLC, who became the ultimate successor in interest.
- G. The Original Ground Lease, as heretofore, currently, or hereafter amended and assigned, shall hereafter be referred to as the "Lease".
- H. The DISTRICT and LESSEE desire to amend the Lease to extend the term period, acknowledge the Ultimate Assignment between SBA 2012 TC ASSETS LLC and SBA STEEL LLC and recognize SBA STEEL LLC as the LESSEE of the Lease.

NOW THEREFORE, for good and valuable consideration the receipt and adequacy of which is hereby acknowledged, the parties agree as follows:

SECTION 1. TERM PERIOD. Section 4(a) of the Lease is hereby amended as follows:

4. Term.

(a) The term of this lease shall be extended for a period of ten (10) years commencing upon the date this Lease is fully executed by both Lessee and District and terminating on January 1, 2024.

SECTION 2. ASSIGNMENT. The DISTRICT hereby acknowledges SBA STEEL LLC, as the successor in interest to SBA 2012 TC ASSETS LLC and shall be recognized as the LESSEE of the Lease upon the Effective Date of this Amendment No. 2.

SECTION 3. CAPITALIZED TERMS: AMENDMENT NO. 2 TO PREVAIL. Unless defined herein or the context requires otherwise, all capitalized terms herein shall have the meaning defined in the Lease, as heretofore amended. The provisions of this Amendment No. 2 shall prevail over any inconsistency or conflicting provisions of the Lease, as heretofore amended, and shall supplement the remaining provisions thereof. The Lease remains in full force and effect except to the extent amended by this Amendment No. 2.

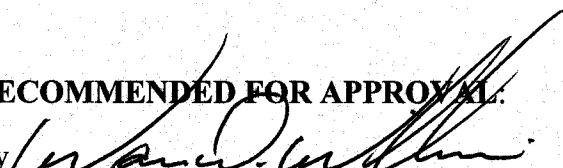
SECTION 4. EFFECTIVE DATE. The Effective Date of this Amendment No. 2 shall not be binding or deemed consummated until approved and executed by the District's Board of Supervisors provided LESSEE has previously approved and executed this Amendment No. 2.

Remainder of page intentionally left blank. Signature provisions on following page.

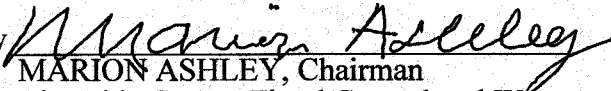
IN WITNESS HEREOF, the DISTRICT and LESSEE hereto have executed this Amendment No. 2 on the date provided above.

DATED MAY 20 2014
(to be filled in by the Clerk of the Board)

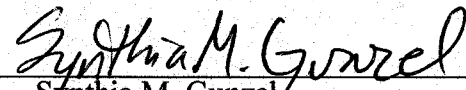
RECOMMENDED FOR APPROVAL:

By 
WARREN D. WILLIAMS
General Manager-Chief Engineer

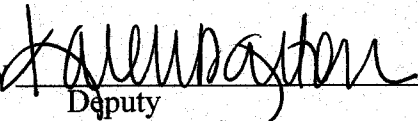
LESSOR:
RIVERSIDE COUNTY FLOOD CONTROL
AND WATER CONSERVATION DISTRICT

By 
MARION ASHLEY, Chairman
Riverside County Flood Control and Water
Conservation District Board of Supervisors

APPROVED AS TO FORM:
PAMELA J. WALLS
COUNTY COUNSEL

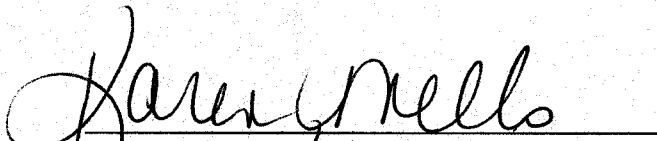
By 
Cynthia M. Gunzel
Deputy County Counsel

ATTEST:
KECIA HARPER-IHEM
CLERK OF THE BOARD

By 
Deputy

(SEAL)

WITNESSES:

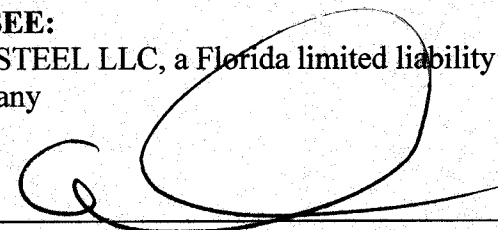


Print Name: Karen Mello



Print Name: Cassandra Connette

LESSEE:
SBA STEEL LLC, a Florida limited liability
company


By: Alyssa Houlihan
Title: Vice President, Site Leasing
Date: 4-22-14

STATE OF FLORIDA

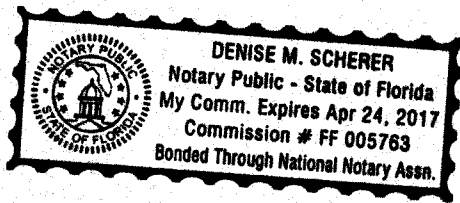
COUNTY OF PALM BEACH

The foregoing was acknowledged before me this 22 day of APRIL, 2014,
by **ALYSSA HOULIHAN**, as Vice President, Site Leasing of **SBA STEEL LLC**, a **Florida
limited liability company**, on behalf of the company and who is personally known to me.

Denise M. Scherer

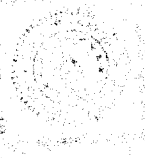
Notary Public

My Commission expires: _____



(Notary Seal)

GENERAL INVESTIGATION
DIVISION OF THE FBI
WASHINGTON, D. C. 20535
MAY 19 1964



Document Prepared by
Karen Mello and
Upon Recording Return to:
Khreshmore Spence
SBA Communications Corporation
5900 Broken Sound Parkway, NW
Boca Raton, FL 33487
(561) 322-7795
SBA Site ID: CA45910-A

AND A CONFORMED COPY TO :

Riverside County Flood Control
and Water Conservation District
Attention: Greg Walker
1995 Market Street
Riverside, California 92501

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (herein "Memorandum") is made this 20th day of May, 2014, by and between RIVERSIDE COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT with an address at 1995 Market Street, Riverside, CA 9501 ("Lessor"), and SBA STEEL, LLC, a Florida limited liability company, having a principal office located at 5900 Broken Sound Parkway, NW, Boca Raton, FL 33487 ("Lessee").

WHEREAS, Lessor and Sprint PCS Assets, LLC predecessor in interest to TowerCo Assets LLC entered into that certain Ground Lease Agreement, dated July 29, 2003 (herein the "Original Ground Lease") together with Lease Amendment Number One dated January 14, 2014, (collectively as the "Lease") whereby, Lessor leased to Lessee the land described in Exhibit "A" attached hereto and made a part hereof; and

WHEREAS, Lessor and Lessee entered into that certain unrecorded Lease Amendment No. Two dated 5/20/14 ("Lease Amendment") whereby the Lessor acknowledges the assignment of the Lease from SBA 2012 TC ASSETS LLC to SBA STEEL LLC, a Florida limited liability company, recognizes as the LESSEE of the Lease and extends the term period of the Lease.

WHEREAS, Lessor and Lessee desire to enter into this Memorandum to provide constructive notice of said Lease Amendment and all of its terms, covenants and conditions to the same extent as if the same were fully set forth herein.

1. The Lease provides in part that Lessor leases to Lessee a certain site ("Leased Premises") located at 4230 Jackson Street, Riverside, CA 92503 ("Real Property"), within the property of or under the control of Lessor which is legally described in Exhibit "A" attached hereto and made a part hereof.
2. The term of said Lease is extended for a ten (10) year period commencing on November 29, 2013, upon the expiration of the term expiring on November 28, 2013 and ending on midnight on November 28, 2023.
3. The purpose of this instrument is to give notice of said Lease Amendment and all its terms, covenants and conditions to the same extent as if the same were fully set forth herein. The Lease contains certain other rights and obligations in favor of Lessor and Lessee which are more fully set forth therein.
4. The conditions, covenants and agreements contained in this instrument shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, executors, administrators, successors, affiliates and assigns for the term of the Lease and any extensions thereof. All covenants and agreements of the Lease shall run with the land described in Exhibit "A".

EXECUTION PAGE FOLLOWS

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed by their respective duly authorized agents as of the day and year first above written, for the purpose of providing an instrument for recording in the official records of the County of Riverside.

LESSOR:

RIVERSIDE COUNTY FLOOD CONTROL AND WATER
CONSERVATION DISTRICT

By: Marion Ashley
MARION ASHLEY, Chairman
Riverside County Flood Control and
Water Conservation District
Board of Supervisors

ATTEST:
CLERK OF THE BOARD
Kecia Harper-Ihem

By: [Signature]
Deputy

(Seal)

FORM APPROVED COUNTY COUNSEL
BY: Synthia M. Gunzel 4-23-14
SYNTHIA M. GUNZEL DATE

STATE OF CALIFORNIA

COUNTY OF RIVERSIDE

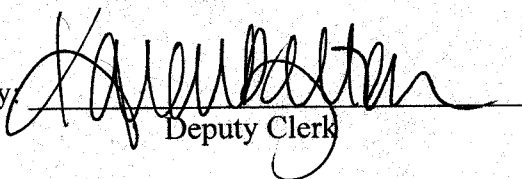
} §

On May 20, 2014, before me, Karen Barton, Board Assistant, personally appeared Marion Ashley, Chairman of the Board of Directors of the Flood Control and Water Conservation District, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument; and that a copy of this paper, document or instrument has been delivered to the chairperson.

I certify under the penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

Kecia Harper-Ihem
Clerk of the Board of Directors

By 
Deputy Clerk

(SEAL)

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

File No: CA

STATE OF CALIFORNIA)
COUNTY OF)

APN No:

On _____, 2013 before me, _____, Notary Public, personally appeared

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature _____

This area for official notarial seal.

**OPTIONAL SECTION
CAPACITY CLAIMED BY SIGNER**

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the documents.

- INDIVIDUAL
- CORPORATE OFFICER(S) TITLE(S)
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER

SIGNER IS REPRESENTING:

Name of Person or Entity

Name of Person or Entity

OPTIONAL SECTION

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED BELOW

TITLE OR TYPE OF DOCUMENT: _____

NUMBER OF PAGES _____ DATE OF DOCUMENT _____

SIGNER(S) OTHER THAN NAMED ABOVE _____

WITNESSES:

Karen Mello
Print Name: Karen Mello

Cassandra Connette
Print Name: Cassandra Connette

LESSEE:

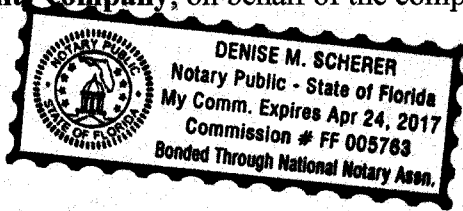
SBA STEEL LLC, a Florida limited liability company

By: *Alyssa Houlihan*
Alyssa Houlihan
Vice President, Site Leasing

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing was acknowledged before me this 22 day of APRIL, 2014, by **ALYSSA HOULIHAN**, as Vice President, Site Leasing of **SBA STEEL LLC, a Florida limited liability company**, on behalf of the company and who is personally known to me.



Denise M. Scherer
Notary Public

My Commission expires: _____

(Notary Seal)

1944
MAY 15 1944
RECEIVED
U. S. DEPARTMENT OF AGRICULTURE
WASHINGTON, D. C.

EXHIBIT "A"

LEGAL DESCRIPTION

A PORTION OF THE FOLLOWING:

Legal Description

Lot 16 in block 9 of lands of Riverside land and irrigation Company, in the City of Riverside, County of Riverside, State of California, as per map recorded in book 1, page 70, of maps, in the Office of the County Recorder of said county.

Excepting from said lot 16 that portion described as follows:

Beginning at the most easterly corner of said lot 16; thence southwesterly along the southeasterly line of said lot 16, 154 feet; thence northwesterly and parallel with northeasterly line of said lot 16, 154 feet; thence northwesterly and parallel with the northeasterly line of said lot 16, 154 feet to a point on the northeasterly line of said lot 16; thence southeasterly along the northeasterly line of said lot 16, 154 feet to the point of beginning.

Also excepting that portion thereof conveyed to the City of Riverside, a municipal corporation, by deed recorded May 14, 1976 as instrument no. 67297, official records.

Assessor's Parcel No.:

191-260-014